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Attorneys for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Chapter 11 Case No. 19-30088 (DM)
(Lead Case)
(Jointly Administered)

**REORGANIZED DEBTORS' RESPONSE TO
STATEMENT OF ISSUES AND DESIGNATION OF
RECORD ON APPEAL OF INTERNATIONAL
CHURCH OF THE FOURSQUARE GOSPEL AND
CERTAIN CAMP FIRE VICTIMS**

Relates to Docket Nos. 8263, 8447.

Pursuant to Rule 8009(a)(2) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), PG&E Corporation and Pacific Gas and Electric Company, as reorganized debtors (collectively, the “**Debtors**” or the “**Reorganized Debtors**,” as applicable) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), submit this response to the July 17, 2020 *Statement of Issues and Designation of Record on Appeal* [Dkt. No. 8447] (the “**Statement**”) filed by the International Church of the Foursquare Gospel and certain Camp Fire victims (collectively, “**Appellants**”).¹

Response to Statement of Issues on Appeal

Appellants’ sole issue on appeal relates to the Mutual Made Whole Release and to no other matters.

The issues on appeal are:

(1) Whether Appellants’ failure to object to approval of the Subrogation Claims RSA, which provided for, among other things, the voluntary Mutual Made Whole Releases, requires that the appeal be dismissed;

(2) Whether the appeal should be dismissed as equitably moot because, among other things, the Plan has been substantially consummated, Appellants failed to either seek or obtain a stay of the Confirmation Order pending appeal, and the relief sought by Appellants would completely undermine the comprehensive settlements and financial restructuring embodied in the Plan and upon which creditors, shareholders, the capital markets, the stock market, and the Reorganized Debtors’ business partners, employees, and communities have relied, as well as the ability of the Reorganized Debtors to obtain the benefit of A.B. 1054 and participate in the go-forward wildfire fund; and

(3) Whether the Bankruptcy Court committed an abuse of discretion or a plain error of law by confirming in the Confirmation Order its prior approval of the Mutual Made Whole Release in connection with a settlement of a Fire Victim Claim by the Fire Victim Trust.

¹ Capitalized terms not otherwise defined herein have the meanings ascribed to them in the *Order Confirming Debtor’s and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization dated June 19, 2020* [Dkt. No. 8053] (together with all related documents, attachments, and exhibits, the “**Confirmation Order**”).

Designation of Record on Appeal

Pursuant to Rule 8009 of the Bankruptcy Rules, the Reorganized Debtors hereby designate the following additional items to be included in the record on appeal, which include all exhibits and addenda attached thereto and filed therewith and all documents incorporated by reference therein:

Dkt. No.²	Date of Filing	Description
3961	9/21/2019	Reply of Ad Hoc Group of Subrogation Claim Holders to the Status Conference Statement of the Official Committee of Tort Claimants
3980	9/23/2019	Debtor's Status Conference Statement
3993	9/24/2019	Declaration of Jason P. Wells in Support of the Debtors' Subrogation Settlement and RSA Motion
3994	9/24/2019	Notice of Hearing on Subrogation Settlement and RSA Motion
4232	10/16/2019	Opposition of Official Committee of Tort Claimants to Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6004 and 9019 for Entry of an Order (I) Authorizing the Debtors to Enter into Restructuring Support Agreement with the Consenting Subrogation Claimholders, (Ii) Approving the Terms of Settlement with such Consenting Subrogation Claimholders, Including the Allowed Subrogation Claim Amount, and (Iii) Granting Related Relief [Dkt No. 3992]
4348	10/21/2019	Ad Hoc Subrogation Group Reply ISO RSA Motion and Attachments 1 and 2
4365	10/21/2019	Baupost Joinder to Ad Hoc Subrogation Group Reply ISO RSA Motion and Certificate of Service
4644	11/11/2019	Statement of Ad Hoc Subrogation Group in Advance of RSA Hearing and Exhibit A
4711	11/13/2019	Notice Regarding Amendment to Amended and Restated Restructuring Support Agreement
4806	11/18/2019	Notice Regarding Second Amendment to Amended and Restated Restructuring Support Agreement
4921	12/02/2019	Statement of Ad Hoc Subrogation Group in Advance of RSA Hearing and Exhibits A and B
5011	12/6/2019	Notice Regarding Third Amendment to Amended and Restated Restructuring Support Agreement

² Unless otherwise indicated, all references herein to "Dkt. No." shall be to the docket maintained in the above-captioned chapter 11 cases.

Dkt. No. ²	Date of Filing	Description
5038	12/9/2019	Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6004 and 9019 for Entry of an Order (I) Authorizing the Debtors and TCC to Enter into Restructuring Support Agreement with the TCC, Consenting Fire Claimant Professionals, and Shareholder Proponents, And (II) Granting Related Relief (the " Tort Claimants RSA Motion ")
5039	12/9/2019	Declaration of Jason P. Wells in Support of Tort Claimants RSA Motion
5063	12/10/2019	Notice Regarding Fourth Amendment to Amended and Restated Restructuring Support Agreement
5122	12/16/2019	Notice Regarding Fifth Amendment to Amended and Restated Subrogation Restructuring Support Agreement
5160	12/18/2019	Notice Regarding Sixth Amendment to Amended and Restated Subrogation Restructuring Support Agreement
5700	2/7/2020	[Proposed] Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
5732	2/11/2020	Amended Order Establishing Schedule for Disclosure Statement Approval and Plan Confirmation
5801	2/18/2020	Notice of Filing of Exhibit B (Financial Projections) to [Proposed] Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
5835	2/19/2020	Debtors' Motion for Entry of an Order (I) Approving Form and Manner of Notice of Hearing on Proposed Disclosure Statement; (II) Establishing and Approving Plan Solicitation and Voting Procedures; (III) Approving Forms of Ballots, Solicitation Packages, and Related Notices; and (IV) Granting Related Relief (the " Solicitation Procedures Motion ")
5839	2/19/2020	Certificate of Service of Craig E. Johnson regarding the Fire Victim Plan Solicitation Directive
6160	03/06/2020	Ad Hoc Subrogation Group Objection to Proposed Disclosure Statement
6217	3/9/2020	Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization dated March 9, 2020
6219	3/9/2020	[Proposed] Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
6221	3/9/2020	Debtors' Omnibus Reply to Objections to Approval of (I) Proposed Disclosure Statement and (II) Solicitation Procedures Motion
6222	3/9/2020	Notice of Filing of Revised Proposed Order Approving Solicitation Procedures Motion

Dkt. No. ²	Date of Filing	Description
6225	3/9/2020	Notice of Filing of Amended Exhibit B (Financial Projections) to [Proposed] Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
6244	3/10/2020	Notice of Filing of Second Revised Proposed Order Approving Solicitation Procedures Motion
6320	3/16/2020	Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization dated March 16, 2020
6322	3/16/2020	[Proposed] Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
6338	3/17/2020	Notice of Filing of Proposed Third Amended Fire Victims Claims Resolution Procedures Summary with Frequently Asked Questions
6340	3/17/2020	Order (I) Approving Proposed Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization; (II) Approving Form and Manner of Notice of Hearing on Proposed Disclosure Statement; (III) Establishing and Approving Plan Solicitation and Voting Procedures; (IV) Approving Forms of Ballots, Solicitation Packages, and Related Notices; and (V) Granting Related Relief
6353	3/17/2020	Amended Disclosure Statement Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization Filed
6354	3/17/2020	Notice Regarding Filing of Solicitation Version of Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
6448	3/24/2020	[Proposed] Supplement to Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
6483	3/25/2020	Order Approving Supplement to Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
6785	4/16/2020	Order Pursuant to 11 U.S.C. §§ 105(a) and 363(b) and Fed. R. Bankr. P. 9019 Approving (I) Debtors' Agreement and Settlement with People of the State of California and (II) Granting Related Relief
6893	4/22/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
6935	4/24/2020	Affidavit of Publication
7059	5/4/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7082	5/6/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7084	5/6/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials

Dkt. No. ²	Date of Filing	Description
7114	5/7/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7123	5/7/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7184	5/13/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7342	5/15/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7348	5/15/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7426	5/19/2020	Certificate of Service of Christina Pullo regarding the distribution of solicitation materials
7503	5/22/2020	Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization (including all exhibits thereto)
7504	05/22/2020	The Ad Hoc Group of Subrogation Claim Holders' Omnibus Reply to Plan Confirmation Objections
7507	05/22/2020	Declaration of Christina Pullo of Prime Clerk LLC Regarding Solicitation of Votes and Tabulation of Ballots Cast with Respect to the Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7510	05/22/2020	Declaration of Jason P. Wells in Support of Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization (including exhibits)
7512	05/22/2020	Declaration of Kenneth S. Ziman in Support of Confirmation of Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7514	05/22/2020	Declaration of John Boken in Support of Confirmation of Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7528	5/22/2020	Plan Proponents' Joint Memorandum of Law and Omnibus Response in Support of Confirmation of Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7563	5/24/2020	Notice Regarding Filing of Second Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7572	5/25/2020	Debtors' and Shareholder Proponents' Amended Joint Confirmation Hearing Exhibit List
7712	6/2/2020	Notice Regarding Filing of Third Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7810	6/5/2020	Notice Regarding Filing of Fourth Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization

Dkt. No. ²	Date of Filing	Description
7841	6/8/2020	Notice Regarding Filing of Fifth Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7847	6/9/2020	Preliminary Report Official Committee of Tort Claimants' Investigation of Voting Results
7879	6/10/2020	Notice Regarding Filing of Sixth Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7894	6/11/2020	Notice Regarding Filing of Seventh Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7909	6/11/2020	Order Approving Plan Funding Transactions and Documents in Connection with Confirmation of Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
7918	6/12/2020	Order Approving the Parties' Joint Stipulation Regarding the Registration Rights Agreement and Related Agreements of the Fire Victim Trust
7919	6/12/2020	Order Approving the Parties' Joint Stipulation Regarding Normalized Estimated Net Income
7929	6/12/2020	Notice Regarding Filing of Eighth Supplement to Plan Supplement in Connection with Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization
8048	06/19/2020	Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization dated June 19, 2020

The Reorganized Debtors reserve all rights to designate additional items to include in the record or restate the issues presented on appeal.

Dated: July 31, 2020

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By: /s/ Theodore E. Tsekerides
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